



PATENT
CUSTOMER NO: 32425

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:
John R. Schiltz

Serial No.: 10/716,378

Filed: November 18, 2003

For: COMPOSITIONS FOR ACHIEVING
BENEFITS IN SKIN USING KEY
CELLULAR METABOLIC
INTERMEDIATES

Group Art Unit: Unknown

Examiner: Unknown

Atty. Dkt. No.: MKAY:032US

ELECTION UNDER 37 C.F.R. §§ 3.71 AND 3.73
AND POWER OF ATTORNEY

Commissioner for Patents
P.O. Box 1450
Alexandria, Virginia 22313-1450

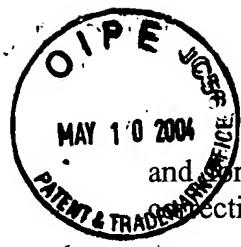
Sir:

The undersigned, being Assignee of record of the entire interest in the above-identified application by virtue of an assignment recorded in the United States Patent and Trademark Office as set forth below, hereby elects, under 37 C.F.R. § 3.71, to prosecute the application to the exclusion of the inventor.

The Assignee hereby revokes any previous Powers of Attorney and appoints:

Louis T. Pirkey, Reg. No. 22,393; David D. Bahler, Reg. No. 30,932; Christopher R. Benson, Reg. No. 31,941; David L. Parker, Reg. No. 32,165; Richard J. Groos, Reg. No. 32,231; William G. Barber, Reg. No. 33,154; Michael S. Metteauer, Reg. No. 34,875; Jeffrey D. Mills, Reg. No 39,954; Mark B. Wilson, Reg. No. 37,259; Steven L. Highlander, Reg. No. 37,642; Stephen P. Meleen, Reg. No. 40,724; Robert E. Hanson, Reg. No. 42,628; Michael C. Barrett, Reg. No. 44,523; Mark T. Garrett, Reg. No. 44,699; Gina N. Shishima, Reg. No. 45,104; Charles P. Landrum, Reg. No. 46,855; Michael R. Krawzenek, Reg. No. 51,898; Sharon A. Beresford, Reg. No. 52,615; and Monica A. De La Paz, Reg. No. 54,662;

each an attorney or agent of the firm of FULBRIGHT & JAWORSKI L.L.P., as its attorney or agent for so long as they remain with such firm, with full power of substitution and revocation, to prosecute the application, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive any Letters Patent,



MAY 10 2004

and for one year after issuance of such Letters Patent to file any request for a certificate of correction that may be deemed appropriate.

Pursuant to 37 C.F.R. § 3.73, the undersigned has reviewed the evidentiary documents, specifically the Assignment to Mary Kay Inc., referenced below, and certifies that to the best of my knowledge and belief, title remains in the name of the Assignee.

Please direct all communications as follows:

Michael R. Krawzenek
FULBRIGHT & JAWORSKI L.L.P.
600 Congress Avenue, Suite 2400
Austin, Texas 78701
(512) 474-5201

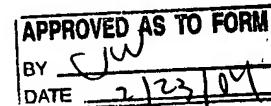
ASSIGNEE:
Mary Kay Inc.

By: _____

Name: Nathan P. Moore
Title: Sr. Vice President, Secretary

& General Counsel

Date: _____



ASSIGNMENT:

- Concurrently filed
 Previously recorded

Date:

Reel:

Frames: